

11/30/2005 11:14 FAX 3057893490

STEARNS WEAVER MILLER

001/005

105000114525

Florida Department of State
Division of Corporations
Public Access System

Electronic Filing Cover Sheet

Note: Please print this page and use it as a cover sheet. Type the fax audit number (shown below) on the top and bottom of all pages of the document.

(((H05000274738 3)))

Note: DO NOT hit the REFRESH/RELOAD button on your browser from this page. Doing so will generate another cover sheet.

To:

Division of Corporations
Fax Number : (850) 205-0383

From:

Account Name : STEARNS WEAVER MILLER, ET AL.
Account Number : 076077002504
Phone : (305) 789-3200
Fax Number : (305) 789-3395

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

2005 NOV 30 AM 9:00

FILED

RECEIVED
05 NOV 30 AM 10:30
DIVISION OF CORPORATION

LIMITED LIABILITY COMPANY

RELIANCE-PROGRESSO, LLC

Certificate of Status	1
Certified Copy	1
Page Count	04
Estimated Charge	\$160.00

Electronic Filing Menu

Corporate Filing

Public Access Help

105-114525
OK

H05000274738 3

**ARTICLES OF ORGANIZATION OF
RELIANCE-PROGRESSO, LLC**

The undersigned, for the purpose of forming a limited liability company under the Florida Limited Liability Company Act, Florida Statutes (1995) Chapter 608, as amended, hereby makes, acknowledges and files the following Articles of Organization.

**ARTICLE I
NAME**

The name of the Limited Liability Company is RELIANCE-PROGRESSO, LLC the "Company").

**ARTICLE II
PURPOSE**

(a) The Company is not formed for pecuniary profit or financial gain. The Company is irrevocably dedicated to and operated exclusively for non-profit purposes. The purposes for which the Company is organized are exclusively charitable within the meaning of Section 501(c)(3) of the Internal Revenue Code of 1986, as amended (or any successor thereto) (the "Code"). Furthermore, the purposes for which the Company is organized are to be exclusively for the benefit of, to perform the functions of, or to carry out the purposes of the Company's sole member, Reliance Housing Foundation, Inc., a Florida not-for-profit corporation ("Reliance"), in connection with fostering, providing and maintaining low-income housing to low and moderate income families. The Company, in connection with furthering its stated purposes, shall limit its activities to (i) the direct or indirect ownership, financing, management, leasing or operation of affordable housing as permitted under applicable governmental regulations for subsidized financing of housing for low income individuals and consistent with and recognized as charitable by the Internal Revenue Service in Revenue Procedure 96-32; and (ii) transacting any and all lawful business for which a limited liability company may be formed, provided, however, all of the same is undertaken solely in accordance with the purposes of Reliance and Reliance's not-for-profit status under Section 501(c)(3) of the Code.

(b) The Company shall devote no substantial part of its time, money, effort or personnel to lobbying in any political campaign for or against any candidate for public office. Notwithstanding any other provision of these Articles, the Company shall not carry on any activities not permitted to be carried on by entities exempt from federal income tax under Section 501(c)(3) of the Code.

**ARTICLE III
ADDRESS**

The mailing address and street address of the principal office of the Company is 805 East Broward Boulevard, Suite 200, Fort Lauderdale, Florida 33301.

Filed by: Maritza Villar, Legal Assistant
Stearns Weaver Miller et al.
150 W. Flagler St., Museum Tower #2200
Miami, FL 33130
Ph: 305-789-3200 Fax: 305-789-3395

H05000274738 3

2005 NOV 30 AM 11:15
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

FILED

H05000274738 3

ARTICLE IV
REGISTERED OFFICE AND AGENT AND ADDRESS

The name and street address of the registered agent of the Company in the State of Florida are:

<u>Name</u>	<u>Address</u>
Robert O. Jackson	805 East Broward Boulevard, Suite 200 Fort Lauderdale, Florida 33301

ARTICLE V
MEMBERS

- (a) The initial sole member of the Company is Reliance Housing Foundation, Inc.
- (b) A member of the Company shall not cease to be a member of the Company upon the occurrence of an event specified in Florida Statutes Section 608.4237.

ARTICLE VI
MANAGEMENT COMMITTEE

The Company shall be a manager-managed company. The Management Committee shall be appointed as provided in the Operating Agreement of the Company as in effect from time to time.

ARTICLE VII
TERM

The Company shall have perpetual existence.

ARTICLE VIII
DISSOLUTION

Upon dissolution of the Company, the Member shall, after paying or making provision for the payment of all of the liabilities of the Company, dispose of all of the assets of the Company by contribution exclusively to Reliance Housing Foundation, Inc. or one or more organizations which themselves are an organization exempt from federal income tax under Section 501(c)(3) of the Code or to the federal, state or local government for exclusive public purpose.

ARTICLE IX
NO PERSONAL LIABILITY

The managers, officers and agents of the Company shall not be held personally liable or responsible for any contracts, debts or defaults of the Company while acting for or on behalf of the Company in any official and authorized capacity. The Company shall indemnify all of its managers, officers, and agents and all of its former managers, officers and agents, to the fullest extent permitted by law.

2005 NOV 30 AM 9:06
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

FILED

H05000274738 3

ARTICLE X
PROHIBITION AGAINST PRIVATE BENEFIT

No part of the net earnings of the Company shall inure to the benefit of, or be distributable to its Managers, other private persons or for-profit corporations, except that the Company shall be authorized and empowered to pay reasonable compensation for services rendered and to make payments and distributions in furtherance of the purposes set forth in Article II herein.

ARTICLE XI
AMENDMENTS

The Articles of Organization of this limited liability company may only be amended by the majority vote of the members. No member shall be obliged to contribute additional capital to the Company unless such obligation is approved and required by a majority vote of the members.

IN WITNESS WHEREOF, the undersigned member has made and subscribed these Articles of Organization for the foregoing uses and purposes this 28 day of November, 2005.

RELIANCE HOUSING FOUNDATION,
a Florida not-for-profit corporation

By: 

Name: ROBERT O. JACKSON
Title: President

2005 NOV 30 AM 9:00
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

FILED

H05000274738 3

**ACCEPTANCE OF
REGISTERED AGENT**

Having been named as registered agent and to accept service of process for RELIANCE-PROGRESSO, LLC at the place designated in this certificate, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.


Robert O. Jackson, Registered Agent

2005 NOV 30 AM 9:00
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

FILED